

**BEFORE THE TENNESSEE REGULATORY AUTHORITY
NASHVILLE, TENNESSEE**

**JOINT PETITION OF ALPHABETA)
CORPORATION, INC. AND)
XYZ TELECOM, INC. FOR)
APPROVAL OF A MERGER AND)
TRANSFER OF CERTIFICATION)**

DOCKET NO. _____

**JOINT PETITION OF ALPHABETA CORPORATION, INC. AND XYZ TELECOM, INC.
FOR APPROVAL OF A MERGER AND TRANSFER OF CERTIFICATION**

AlphaBeta Corporation, Inc. (ABC) and XYZ Telecom, Inc. (XYZ) petition the Tennessee Regulatory Authority (TRA) pursuant to T.C.A. §65-4-112 and §65-4-113 for approval to merge and transfer certification. In support of this Petition, ABC and XYZ provide the following information.

1. ABC is a Delaware corporation which maintains its principal place of business at 100 Elm Street, Anywhere, Delaware, 00000. ABC holds certificates to provide interexchange services in 7 (seven) states: Delaware, New York, New Jersey, Pennsylvania, Ohio, Kentucky, and North Carolina. ABC is not currently certified to provide telecommunication service in Tennessee.
2. XYZ is an Ohio corporation which maintains its principal place of business at 200 Maple Street, Anycity, Ohio, 10000. XYZ holds certificates to provide interexchange services in 43 (forty-three) states, including Tennessee. XYZ was granted a certificate to provide interexchange services in Tennessee on May 17, 1998 (Docket # 98-99999).
3. XYZ proposes to merge with and into ABC. ABC will be the surviving entity after the merger.
4. All customers of XYZ will be notified of the change of ownership in writing at least one month before their first ABC billing. Any changes in rates or tariffs will be fully explained in the notification. XYZ customers will have the opportunity to change carriers at the expense of ABC for six months following the completion of the transaction. A toll-free customer service number will be set up exclusively for XYZ customers to phone with any questions or complaints. This number will remain connected and staffed for 12 months following the completion of the transaction.

5. ABC has extensive experience providing telecommunication services to customers in several states. This merger and certificate transfer are in the public interest as they will ensure the continued provision of high quality, affordable telecommunications services to XYZ's Tennessee customers and should promote competition in the Tennessee telecommunications market.

WHEREFORE, ABC and XYZ respectfully request that the TRA authorize the proposed merger, as well as the transfer of XYZ's Tennessee certification to ABC.

Respectfully Submitted,

Tony Blair
Lawyers For Hire, LLC
111 Broad Street
Nashville, TN 30000
Phone: (615) 555-6236
Fax: (615) 555-0202
E-mail: TBlair@Lawyersforhire.com

Attorneys for AlphaBeta Corporation, Inc.